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Shirley Franklin
Mayor

CITY OF ATLANTA

Office of the Mayor
55 Trinity Avenue, SW
Suite 2400
Atlanta, Georgia 30303
404-330-6100

Greg Pridgeon
Chief of Staff

October 14, 20008

President Lisa Borders and
Members of the Atlanta City Council
City Hall, Suite 2900 South
68 Mitchell Street, SW
Atlanta, GA 30303

RE: Appointment of James W. Glass as Chief Financial Officer

Dear President Borders and Members of the Council:

It is with great pleasure that I present James W. Glass to you for confirmation as my choice for appointment to the position of Chief Financial Officer for the City of Atlanta.

Mr. Glass has had a nearly 30 year career on the finance side of the telecommunications industry, with repeated successes at AT&T Mobility, Cingular Wireless and BellSouth Wireless, Cellular and Information Systems. He has overseen annual revenues as great as \$41 billion, and a customer base as large as 70 million.

I believe James Glass is well qualified to fill this important role in my administration and recommend him to you for confirmation. I am confident he will serve with integrity and distinction.

Sincerely,



Shirley Franklin

James W. Glass

5024 Oakhurst Walk
Dunwoody, GA 30338

Email: jwglass@bellsouth.net

Home: 770-804-0751
Cell: 404-402-0101

VP-FINANCE / CHIEF FINANCIAL OFFICER

- P&L Responsibility
- Strategic Planning
- Mergers
- Joint Ventures
- Capital Markets
- Cost Reduction
- Accounting Operations
- Information Technology

Repeated successes at industry leaders AT&T Mobility, Cingular Wireless, and BellSouth Wireless, Cellular, and Information Systems, with employers' annual revenues as great as \$41 billion and customer base as large as 70 million.

- Led AT&T Mobility's field finance organization while company achieved record revenue, profits, and customer growth.
- Developed Cingular Wireless's field finance structure and led finance initiative in merger with ATT Wireless, delivering merger synergies of \$3+ billion.
- Directed financial initiatives in BellSouth Wireless / SBC Wireless merger and BellSouth Wireless / Southwestern Bell Mobile Systems merger.
- Held budget responsibility for up to \$100 million while overseeing 600 professionals.
- Educational background includes an MBA and CPA.

An innovative and energetic leader, skilled communicator / team builder, and adept negotiator who combines financial expertise with a strong business acumen. Recognized as an analytical and strategic thinker who is decisive, an excellent decision maker, and who has amassed a history of achievement at leading large organizations to record levels of revenue, profits, and customers.

EXPERIENCE

AT&T Mobility, 2007 - 2008

Vice President-Finance

Complete responsibility for driving field financial operations and performance across the United States for this Wireless Division of AT&T with revenues in excess of \$41 billion and 70 million customers. Planned and administered \$80 million budget while managing 600 professionals. With AT&T's 2007 acquisition of BellSouth, AT&T became sole owner of Cingular Wireless and changed its name to AT&T Mobility.

- Played key role in company's achieving record levels of revenue, profitability, and growth of customers while controlling expenses. Revenues increased at 12-14% rate while expenses climbed at only 4-5% rate.
- Achieved performance through successfully managing field finance organization of Regional and Property CFOs as well as holding face-to-face reviews with property-level management on detail expense reductions as well as their sales and revenue targets.
- In 2007, exceeded 3-year earnings targets by 15-20% for 2004 merger between AT&T Wireless and Cingular Wireless, also exceeding expectations of shareholders.
 - Successfully led field finance organization, including reviews with senior executives.
 - Ensured that all staff organizations were meeting merger targets established in their budgets.

Cingular Wireless, 2000 - 2007

Vice President-Finance

Led field finance and corporate financial planning and analysis functions for Cingular Wireless joint venture with AT&T/SBC and BellSouth (owner of Cingular Wireless), with combined revenues in excess of \$37 billion and 67 million customers. Managed 600 professionals across U.S. and Puerto Rico. Created and managed \$100 million budget for finance organization as well as \$37 billion budget for the company in total at the conclusion of the mergers below.

- Developed field finance structure for Cingular Wireless and led finance initiative in merger of SBC Mobile Systems and BellSouth wireless into Cingular, creating an entity with \$12 billion in revenues and 10 million customers, while attaining merger synergies in excess of \$3 billion.

- Drove financial performance and ensured that merger integration targets were met while achieving record growth in revenues.
- Served on new product development board and was responsible for ensuring the financial performance of Cingular's data product revenues.
- In 2004 led finance initiative in merger of Cingular Wireless and AT&T, creating the largest wireless company in the U.S. with revenues exceeding \$33 billion and 60 million customers. Responsible for ensuring merger synergies of \$8 billion were achieved over 3-year period.
- Instrumental in long-term planning as well as supporting Treasurer in \$800 million capital market offering.

BellSouth Wireless Division, 2000

Chief Financial Officer

- Directed finance, accounting, and control operations of BellSouth's Wireless Division with revenues of \$4 billion and 5 million customers. Managed 600 financial professionals in 4 subsidiaries.
- Developed and implemented process improvements in finance and IT, reducing expenses 15%.
- Served as finance transition leader for BellSouth Wireless / SBC Wireless merger, with combined revenues of \$12 billion.
- Led financial initiative in merger of Southwestern Bell Mobile Systems with BellSouth Wireless, and developed and met merger synergy target of \$15-\$20 million.
- Served as CIO, responsible for all IT initiatives.

BellSouth Cellular Corp., 1991 - 1999

Chief Financial Officer

Led strategic planning, finance, accounting, procurement/support, and IT to support growth from \$.5 billion in revenue and 750 thousand customers to over \$3.7 billion with 5 million customers.

- Led financial effort in merger of BellSouth's 2 cellular companies.
- Refocused company strategic growth plan against 5 new competitors.
- Merged finance and IT organizations of 3 subsidiaries.
- Managed \$350 million of private placement of syndicated bank debt for DCS.
- Orchestrated planning and implementation of new billing, financial, and POS systems.

BellSouth Information Systems, 1991

President

- Managed BellSouth's non-regulated data processing subsidiary with annual revenues of \$60 million and 400 personnel.
- Instituted detailed development-planning model to ensure projects were completed on time and on budget.
- Directed development of systems blue print for wireless companies, which was subsequently implemented.

DataServe Financial Services Corporation, 1990 - 1991

President and CEO

- Successfully ran this BellSouth computer-leasing subsidiary, with revenues of \$100+ million and investment portfolio of \$300 million, until divestiture could be executed. Maintained profitability during interim period and adhered to all budgets.
- Divested computer portfolio to 2 leasing companies without loss to parent.
- Concurrently, managed BellSouth's telecommunications leasing subsidiary.

BellSouth Financial Services Corporation, 1987 - 1990

General Manager

- Developed business plan for BellSouth's start-up telecommunications leasing company.
- Grew investment portfolio from \$0 to \$150 million, revenues from \$0 to \$75 million, and achieved profitability in year 3.

BellSouth Corporation, 1983 - 1987

Operations Manager - Regulatory

- Testified as expert witness in state rate cases regarding affiliated transactions.
- Managed Federal Communications Commission dockets related to accounting and finance.
- Led BellSouth team in FCC Joint Cost Order Docket, which established accounting rules for non-regulated subsidiaries.

Southern Bell Telephone, 1979 - 1983

District Manager - Business

- Managed installation and maintenance of business telecommunications and special services from Boca Raton, Florida, through Vero Beach, Florida. Organization included 300 union and 40 management employees.
- Consistently achieved highest productivity and service results in South Florida.

EDUCATION & LICENSES

MBA, Nova University in Fort Lauderdale

BSIE, University of Florida

Executive Development Program, Williams College

Senior Executives Program, MIT Sloan School of Management

CPA, State of Georgia

City of Atlanta Government
Estimate of Total Compensation Package

NAME: James W. Glass

POSITION: Chief Financial Officer

This personalized sheet will provide you with valuable information about your *TOTAL COMPENSATION* package. The figures listed below represent the dollar value of your direct and indirect compensation for one year. This document is only an *estimate* of your total annual compensation based on the proposed salary.

What is your Total Compensation?

Your *Total Compensation* is more than the salary you see reported on your W-2 each year. The City of Atlanta also makes payments toward benefits, goods and services for you as an employee. Together, your salary and indirect compensation make up your *Total Compensation package*.

Your Proposed Salary, Annualized:

\$215,000

You are eligible for 9 paid holidays annually. Your salary includes the value of those holidays. The *estimated* annual value of holiday pay is 9 times your daily rate of **\$827** or **\$7,443**. Your daily rate is calculated by dividing the proposed annual salary by 260 (actual work days in a calendar year). Your salary also includes the value of your annual leave and sick leave. City employees accrue a minimum total of 12 days of annual and 13 days sick leave each year. Therefore, the *estimated* value of your annual leave is **\$9,924**. The *estimated* value of your sick leave is **\$10,751**.

Your Relocation Benefit:

N/A

The City of Atlanta will assist you with relocation expenses to Atlanta. Qualified candidates are eligible for payment of expenses up to 10% of the maximum authorized salary. (Invoices are required to qualify for this benefit.) This benefit covers housing and moving costs directly attributable to your relocation.

Your Defined Contribution Pension Plan:

\$12,900

Each payday the City of Atlanta contributes toward your future retirement through a city-sponsored pension program. You also make a contribution to this fund. The City of Atlanta currently matches your 6% pension contribution with an additional 6%. The City's approximate annual contribution, based on your *estimated* annual salary, is valued at **\$12,900**.

Your Health Care and Dental Care Benefits:

N/A

Eligibility for health care benefits is one of the most valued employer-provided benefits. The City health care plans include a POS and HMO. The City pays 70% of the insurance premium of the health plan selected, which ranges from **\$3,392** annually for an employee and up to **\$11,192** for an employee and family. The employee contribution depends on the health care plan and level of coverage selected. (Special Note: The city contribution towards insurance coverage begins on the 91st day of employment.)

Dental Insurance is an additional optional benefit. The City pays an amount equal to 70% of the insurance premium, which ranges from **\$249** annually for an employee up to **\$837** for an employee and family. The employee contribution depends on the dental care plan and level of coverage selected.

* This amount is based on the City's contribution to the POS plan for employee only.

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Your Life Insurance:

N/A

The minimum amount of life insurance coverage is one times your base salary. The City of Atlanta pays for the first \$10,000 in basic life insurance, at \$23 per employee per year. If you choose this option, you may also enroll in the voluntary supplemental plan and increase your life insurance coverage, in increments of \$10,000, up to three times your annual salary and can not exceed \$250,000.

Your Medicare Coverage:

\$3,118

Medicare: Since 1986, the City of Atlanta has participated in the Federal Medicare retirement health care program. The City matches your contribution of 1.45% of your *estimated* annual salary. Your *estimated* Medicare benefit is **\$3,118** annually.

Your Other Benefits:

\$1,200

Transportation: A car, gas and maintenance are provided for the above-referenced position because the position is considered a 24-hour, 7-day-a-week job. The estimated cost to the City for providing a vehicle is \$8,400 annually. The estimated cost to provide gas for a city-owned vehicle is \$ 4,030. The estimated maintenance cost to the city per vehicle is \$4,600 for a total vehicle benefit of **\$17,135** annually. (For IRS compliance, **\$1,095** is added to your annual gross taxable income.) **N/A**

Blackberry Cellular Telephone Service: Blackberry cellular telephone service is included in this package. The City of Atlanta pays for all "official" calls. The *estimated* average annual value of this service is **\$1,200**.

Supplemental Flexible Benefits Plan:

Under this plan, you can use pre-tax dollars to pay for several different insurance and benefits programs. You may elect up to **\$5,000** per year for dependent care reimbursement and up to **\$2,500** per year for unreimbursed medical expenses. The following supplemental insurance plans are available: cancer coverage, hospital intensive care, hospital indemnity, accidental/disability, and personal short-term disability.

Deferred Compensation Plan: The City of Atlanta provides a "tax deferred" compensation plan, offering a choice of three companies for investment of tax-deferred earnings. An employee may contribute up to **\$15,500** annually to this plan (or **\$20,500** for employees aged 50 or older or **\$31,000** if employee plans to retire in 3 years.).

Education Benefit: The City of Atlanta participates in a free tuition program (for most programs) with Georgia State University. The employee is responsible for any additional fees and books.

Atlanta City Employee Credit Union: The City of Atlanta provides employees with credit union services.

Savings Bond: You may purchase United States savings bonds through our payroll deduction plan.

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Total Estimated Compensation Package **\$232,218**

When you add it up, your salary is only a part of your overall total compensation package. The value of your *estimated* total compensation package is **\$232,218** annually.

This offer is contingent upon a satisfactory background evaluation and assessment.

Signature

Date Accepted